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REC'D TN
REGULATORY AUTH.

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EXECUTIVE SECRETARY

February 28, 2000

FEDERAL EXPRESS

David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243

00-000-49

~~00-000-48~~

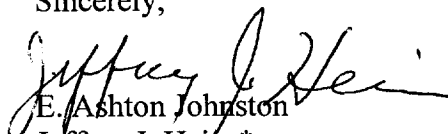
Re: 00-000-49: Application of NorthPoint Communications, Inc. for a
Certificate of Convenience and Necessity to provide Competing
Telecommunications Services in the State of Tennessee

Dear Mr. Secretary:

On behalf of NorthPoint Communications, Inc., enclosed please find an original and thirteen (13) copies of the Direct Testimony of Glenn Harris on behalf of NorthPoint Communications, Inc. to be filed in the above-referenced docket.

Please date-stamp the enclosed extra copy of this filing and return it in the enclosed postage-paid envelope. Should you have any questions on this matter, please do not hesitate to contact me. Thank you for your assistance.

Sincerely,


E. Ashton Johnston
Jeffrey J. Heins*

Counsel for NorthPoint Communications, Inc.

Enclosure

cc: Glenn Harris
Darrell Whitis

*Admitted in New York only.

POSTED
2-28-00

BEFORE THE
TENNESSEE REGULATORY AUTHORITY

REC'D TN
REGULATORY AUTH.
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EXECUTIVE SECRETARY

In the Matter of the Application of)
NorthPoint Communications, Inc.)
for a Certificate of Convenience and)
Necessity to Provide Competing)
Telecommunications Services)

Docket No. ~~00-00048~~

00-00049

DIRECT TESTIMONY OF GLENN HARRIS

ON BEHALF OF

NORTHPOINT COMMUNICATIONS, INC.

POSTED
2-21-99

I. INTRODUCTION

Q. PLEASE STATE YOUR NAME, BUSINESS ADDRESS, AND TELEPHONE NUMBER.

A. My name is Glenn Harris. My business address is NorthPoint Communications, Inc., 303 2nd Street, South Tower, San Francisco, California 94108. My telephone number is (415) 365-6095.

Q. PLEASE STATE YOUR POSITION AND BRIEFLY DESCRIBE YOUR DUTIES.

A. I am the Assistant General Counsel, Regulatory Affairs for NorthPoint Communications, Inc. ("NorthPoint"). I have the responsibility for monitoring and actively participating in regulatory and legislative matters relating to telecommunications policy and regulations throughout the United States. Part of this responsibility includes obtaining operating certification from appropriate authorities. In addition I am responsible for insuring NorthPoint's compliance with regulatory requirements nationwide.

Q. PLEASE DESCRIBE YOUR EXPERIENCE IN THE TELECOMMUNICATION FIELD.

Since 1995, I have represented several telecommunications companies as counsel in various state regulatory proceedings and interconnection negotiations. My clients have primarily been facilities-based competitive local exchange carriers, and the regulatory matters have focused primarily on collocation, costing/pricing, operations support systems, and enforcement actions. I joined NorthPoint in May 1999.

Q. ARE YOU FAMILIAR WITH THE APPLICATION THAT NORTHPOINT SUBMITTED TO THE TENNESSEE REGULATORY AUTHORITY ("AUTHORITY") ON JANUARY 21 2000 FOR A CERTIFICATE OF

**CONVENIENCE AND NECESSITY TO PROVIDE COMPETING
TELECOMMUNICATIONS SERVICES IN THE STATE OF TENNESSEE?**

A. Yes, I am.

**Q. DO YOU RATIFY AND CONFIRM THE STATEMENTS THAT ARE MADE IN
THE APPLICATION?**

A. Yes, I do.

II. PURPOSE AND SUMMARY

**Q. WHAT IS THE PURPOSE OF YOUR TESTIMONY IN THIS PROCEEDING?
PLEASE SUMMARIZE YOUR MAIN POINTS.**

A. The purpose of my testimony is, first, to describe the Application of NorthPoint for a certificate of convenience and necessity to provide competing telecommunications services in the State of Tennessee; second, to describe the telecommunications services to be offered by NorthPoint; third, to describe the technical and managerial resources and abilities of NorthPoint; fourth, to describe the financial resources of NorthPoint, in order to show that NorthPoint has the financial ability to provide the services described in its application; and fifth, to comment on the public benefits of NorthPoint's proposed services.

Q. PLEASE DESCRIBE THE AUTHORITY THAT NORTHPOINT SEEKS FROM THE AUTHORITY.

- A.** NorthPoint seeks authority to provide resold and facilities-based competitive local exchange, exchange access, and interexchange service throughout the State of Tennessee within all areas for which the Commission will grant such authority. Initially, NorthPoint will operate in the service area of BellSouth Telecommunications, Inc., United Telephone, and Citizens Telecom; however, NorthPoint seeks statewide authority so that in the future it may expand its service areas as market conditions may warrant. NorthPoint seeks statewide authority in order to enable it to respond quickly to changing competitive conditions rather than having to seek additional certification to expand its authority as new portions of Tennessee open to competition. Nonetheless, NorthPoint does not seek to challenge or terminate any small or rural LEC exemption claimed by any incumbent in Tennessee, nor does NorthPoint seek, at this time, to provide service in the territories of any rural LEC.

Q. PLEASE DESCRIBE THE CORPORATE STRUCTURE OF NORTHPOINT.

- A.** NorthPoint Communications, Inc. is a Delaware corporation organized on May 16, 1997 under the name of FirstMile Communications, Inc. On August 13, 1997 FirstMile Communications, Inc., changed its name to NorthPoint Communications, Inc. On March 22, 1999 NorthPoint Communications, Inc. underwent a corporate reorganization whereby NorthPoint became the wholly owned subsidiary of NorthPoint Communications Group, Inc., which is also a Delaware Corporation.

III. MANAGERIAL AND TECHNICAL QUALIFICATIONS

Q. PLEASE ADDRESS NORTHPOINT'S MANAGERIAL AND TECHNICAL QUALIFICATIONS.

A. NorthPoint possesses the managerial and technical qualifications to provide its proposed telecommunications services, and to operate and maintain its facilities over which such services eventually will be deployed. As indicated, NorthPoint will be able to rely on the depth of experience represented by NorthPoint's officers and directors. NorthPoint's management team has extensive experience in the telecommunications industry. A description of the backgrounds and experience of NorthPoint's key personnel, which demonstrate the extensive telecommunications operational and technical expertise of the Applicant, was attached to NorthPoint's Application as Exhibit 1.

Q. IS NORTHPOINT AUTHORIZED TO PROVIDE TELECOMMUNICATIONS SERVICE IN ANY OTHER JURISDICTIONS?

A. Yes. NorthPoint currently is authorized to provide local exchange and interexchange service in the States of California, Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Illinois, Indiana, Kansas, Kentucky, Louisiana, Maryland, Massachusetts, Michigan, Minnesota, Missouri, Montana, Nevada, New Hampshire, New Jersey, New York, Ohio, Oregon, Pennsylvania, Rhode Island, South Carolina, Texas, Utah, Virginia, Washington and Wisconsin. NorthPoint has an application for authority to provide local exchange and interexchange telecommunications services pending in Hawaii. NorthPoint has not been denied authority to provide telecommunications services in any jurisdiction.

IV. FINANCIAL QUALIFICATIONS

Q. PLEASE DESCRIBE NORTHPOINT'S FINANCIAL QUALIFICATIONS

- A.** NorthPoint has sufficient financial capability to provide and maintain its interexchange and local exchange telecommunications services throughout the State of Tennessee and sufficient financial capability to meet any lease or ownership obligations it may incur. NorthPoint will rely upon NorthPoint's existing personnel and technological and financial resources to provide intrastate services. A copy of NorthPoint's parent company's SEC 10Q was provided as Exhibit 2 to NorthPoint's Application. NorthPoint also provided updated financial statements and additional financial information in response to requests for information from Staff. The information provided by NorthPoint clearly demonstrates that NorthPoint has sufficient financial capability to provide its proposed telecommunications services.

V. NORTHPOINT'S PROPOSED SERVICES

Q. PLEASE DESCRIBE THE SERVICES TO BE OFFERED BY NORTHPOINT.

- A.** Initially, NorthPoint intends to provide data services which primarily will consist of DSL services used for high-speed Internet access. NorthPoint will offer DSL services on a wholesale basis to Internet Service Providers ("ISPs"), CLECs, and shared tenant service providers, who will, in turn, provide those services to their end user customers, including businesses, home offices, telecommuters, distance learners, and other residential customers in need of high-speed Internet access.

NorthPoint additionally seeks authority to offer local exchange services and switched and special carrier access services to common carriers.

NorthPoint also requests authority to offer interexchange services throughout the State of Tennessee, including both inbound and outbound intraLATA services. This offering will be accomplished through a combination of its own facilities and through the resale of the facilities of other certificated carriers.

Q. HOW WILL NORTHPOINT PROVIDE THESE SERVICES?

- A.** Initially, NorthPoint plans to collocate state-of-the-art telecommunications equipment (primarily Digital Subscriber Line Access Multiplexers, and Asynchronous Transfer Mode (“ATM”) routers) in central offices of incumbent local carriers and access unbundled loops. NorthPoint will obtain backbone transport services and facilities, including fiber-optic transmission facilities, from other certificated carriers. These transport services and facilities will be used to connect NorthPoint equipment collocated in various incumbent central offices with NorthPoint’s network transmission equipment, to provide trunking to NorthPoint’s ISP, CLEC, and shared tenant service provider customers, and to connect NorthPoint’s customers to certain IXC points of presence.

Ultimately, NorthPoint may offer local exchange services and interexchange services throughout the State of Tennessee through a combination of its own facilities and through resale of the services of other certificated carriers.

To the extent NorthPoint offers local exchange voice services, NorthPoint will offer 911 and enhanced 911 emergency services, directory assistance, operator services, dual party relay services, and other miscellaneous services through interconnection with the incumbent local exchange carrier or other certified providers.

VI. PUBLIC INTEREST CONSIDERATIONS

Q. IS NORTHPOINT FAMILIAR WITH THE AUTHORITY'S RULES, POLICIES AND ORDERS GOVERNING THE PROVISION OF LOCAL EXCHANGE AND INTEREXCHANGE TELECOMMUNICATIONS SERVICES?

A. NorthPoint is familiar with and will adhere to all applicable Authority rules, policies and orders governing the provision of local exchange and interexchange telecommunications services. To the extent required by Tennessee law and the Authority's regulations, NorthPoint will provide: (1) consumer access to and support for the Tennessee Relay Center in the same manner as the incumbent local exchange carriers; (2) free blocking for 900 and 976 type services; (3) Lifeline and Link-Up services to qualifying customers; (4) educational discounts; and (5) support for universal service. Applicant has attached as Exhibit 7 to its Application a copy of its Small and Minority Owned Telecommunications Business Participation Plan.

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Q. WILL NORTHPOINT BILL ITS CUSTOMERS USING INDUSTRY-ACCEPTED METHODS OF BILLING AND COLLECTION?

A. Yes. NorthPoint will bill its customers directly, using industry-accepted methods of billing and collection.

Q. WILL NORTHPOINT PUBLISH ITS OWN WHITE PAGES DIRECTORY?

A. No. At such time as NorthPoint begins to offer local exchange switched voice services, NorthPoint will contract with the underlying ILEC to provide listings for its customers.

Q. WHEN DOES NORTHPOINT INTEND TO COMMENCE CONSTRUCTION OF FACILITIES IN TENNESSEE?

A. NorthPoint plans to initially to provide its services through a combination of its own facilities and leased facilities and to expand its services to include facilities-based services as market conditions warrant. NorthPoint currently plans to collocate DSLAMs and related equipment at the incumbent local exchange carriers' central offices and to purchase and/or lease any additional facilities from the incumbent local exchange carrier. These arrangements will be governed by NorthPoint's interconnection agreements with incumbent carriers and applicable law. At such time as NorthPoint contemplates construction of facilities, NorthPoint will provide the TRA a description of such construction, if requested.

Q. PLEASE DESCRIBE THE PUBLIC INTEREST BENEFITS ASSOCIATED WITH NORTHPOINT'S PROPOSED OFFERING OF TELECOMMUNICATIONS SERVICES IN TENNESSEE.

A. The entry of NorthPoint into the Tennessee market will enhance competition in the provision of telecommunications services as prescribed by the Tennessee legislature in Chapter 408 of the Public Acts of 1995 and by the Federal Telecommunications Act of 1996. NorthPoint is committed to bringing the advanced services enabled by its DSL services to second and third tier markets in Tennessee. NorthPoint will bring significant benefits to telecommunications users in the State of Tennessee. Applicant's expertise in the telecommunications sector will permit it to select the most economic and efficient services, thereby providing subscribers with a better combination of price, quality, and subscriber service than other carriers. Accordingly, Applicant anticipates its proposed service will provide subscribers with better quality services and will increase consumer choice of innovative, diversified, and reliable service offerings.

VII. CONCLUSION


Q. DOES THIS CONCLUDE YOUR TESTIMONY?

A. Yes, it does.

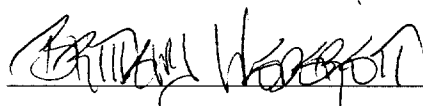
In the County of SAN FRANCISCO)
)
State of CALIFORNIA) ss

AFFIDAVIT OF GLENN HARRIS

I, **GLENN HARRIS**, hereby declare that I am Assistant General Counsel for NorthPoint Communications, Inc., the applicant in the subject proceeding before the Tennessee Regulatory Authority; that I am authorized by NorthPoint Communications, Inc. to testify before the Tennessee Regulatory Authority on its behalf; that I have caused the foregoing testimony to be prepared on my behalf; that I have read the foregoing testimony and know the contents thereof; and I do hereby depose and state that this testimony is true and accurate to the best of my knowledge, information and belief.

Signed 
Glenn Harris

Subscribed and sworn to before me, this 23rd day of February, 2000.


Notary Public



My Commission expires on July 26, 2002.